

KELLETT & BARTHOLOW PLLC
Theodore O. Bartholow, III ("Thad")
Texas Bar No. 24062602
Karen L. Kellett
Texas Bar No. 11199520
11300 N. Central Expy., Ste 301
Dallas, Texas 75243
Phone: (214) 696-9000
Fax: (214) 696-9001
Counsel for Plaintiffs

Leonard A. Bennett, VSB #37523 (*pro hac vice*)
Consumer Litigation Associates, P.C.
763 J. Clyde Morris Blvd., Ste. 1-A
Newport News, VA 23601
Telephone: (757) 930-3660
Facsimile: (757) 930-3662
Email: lenbennett@clalegal.com
Counsel for Plaintiffs

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE:	:	Chapter 11
THINK FINANCE, LLC, <i>et al.</i> ,	:	Case No. 17-33964-HDH
Debtors	:	(Jointly Administered)
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PATRICK INSCHO, STEPHANIE EDWARDS,	:	
LULA WILLIAMS, DARLENE GIBBS,	:	
and LAWRENCE MWETHUKU, <i>on behalf of</i>	:	Adversary Pro. No. 17-03117
<i>themselves and all individuals similarly situated,</i>	:	
EARL BROWNE, <i>on behalf of himself and all</i>	:	Adversary Pro. No. 17-03120
<i>individuals similarly situated</i>	:	
INDIA BANKS, <i>on behalf of herself and all</i>	:	Adversary Pro. No. 17-03121
<i>individuals similarly situated</i>	:	
KIMETRA BRICE and JILL NOVOROT, <i>on behalf</i>	:	Adversary Pro. No. 18-03025
<i>of themselves and all individuals similarly situated</i>	:	
JOANN GRIFFITHS, JERI BRENNAN, and	:	Adversary Pro. No. 18-03026
ALICIA PATTERSON <i>on behalf of themselves and</i>	:	
<i>Individuals similarly situated</i>	:	
Plaintiffs,	:	
v.	:	
THINK FINANCE, LLC; THINK FINANCE SPV,:	:	
LLC; TC ADMINISTRATIVE SERVICES, LLC;	:	
TAILWIND MARKETING, LLC; TC LOAN	:	
SERVICE, LLC; and TC DECISION	:	
SCIENCES, LLC,	:	

Defendants. :
:

**MOTION TO CONSOLIDATE DEBTOR-DEFENDANTS' OBJECTION TO CLAIM
AND CREDITOR-PLAINTIFFS' MOTION FOR LEAVE TO APPLY BANKRUPTCY
RULE 7023 TO VIRGINIA PLAINTIFFS' PROOF OF CLAIM WITH ADVERSARY
PROCEEDING**

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

Patrick Inscho, Stephanie Edwards, Lula Williams, Darlene Gibbs, and Lawrence Mwethuku, Earl Browne, India Banks, Kimetra Brice, Jill Novorot, Joann Griffiths, Jeri Brennan, and Alicia Patterson (“Creditor-Plaintiffs”), on behalf of themselves and all individuals similarly situated, file this Motion to Consolidate the Debtor-Defendants’ Objection to Claim (Bankruptcy Docket No. 359) and Creditor-Plaintiffs’ Motion for Leave to Apply Bankruptcy Rule 7023 to Plaintiffs’ Proof of Claim (Docket Nos. 291/292, 336/337, and 340/341) (the “Rule 7023 Motions”) with the above-captioned adversary proceedings:

1. Creditor-Plaintiffs Inscho, Edwards, Williams, Gibbs, and Mwethuku (the “Virginia Plaintiffs”) filed Adversary Proceeding No. 17-03117 seeking to certify a class of Virginia consumers that received usurious and illegal pay day loans from Defendants, Think Finance, LLC, Think Finance SPV, LLC, TC Administrative Services, LLC, Tailwind Marketing, LLC, TC Loan Service, LLC, and TC Decision Sciences, LLC (together “Debtors-Defendants”). In the adversary proceeding, Creditor-Plaintiffs assert claims for violations of RICO (18 U.S.C. §§ 1962(c) and (d)), violations of Virginia usury laws, and unjust enrichment.

2. Creditor-Plaintiff Browne filed Adversary Proceeding No. 17-03120 seeking to certify a class of California consumers that received usurious and illegal pay day loans from Defendants, Think Finance, LLC, Think Finance SPV, LLC, TC Administrative Services, LLC,

Tailwind Marketing, LLC, TC Loan Service, LLC, and TC Decision Sciences, LLC (together “Debtor-Defendants”). In the adversary proceeding, Creditor-Plaintiff asserts claims for violations of RICO (18 U.S.C. §§ 1962(c) and (d)), violations of California usury and unfair competition laws, and unjust enrichment.

3. Creditor-Plaintiff Banks filed Adversary Proceeding No. 17-03121 seeking to certify a class of Florida consumers that received usurious and illegal pay day loans from Defendants, Think Finance, LLC, Think Finance SPV, LLC, TC Administrative Services, LLC, Tailwind Marketing, LLC, TC Loan Service, LLC, and TC Decision Sciences, LLC (together “Debtor-Defendants”). In the adversary proceeding, Creditor-Plaintiff asserts claims for violations of RICO (18 U.S.C. §§ 1962(c) and (d)), violations of Florida usury laws, and unjust enrichment.

4. Creditor-Plaintiffs Brice and Novorot (together with Creditor-Plaintiff Browne, the “California Plaintiffs”) filed Adversary Proceeding No. 18-03025 seeking to certify a class of California consumers that received usurious and illegal pay day loans from Defendants, Think Finance, LLC, Think Finance SPV, LLC, TC Administrative Services, LLC, Tailwind Marketing, LLC, TC Loan Service, LLC, and TC Decision Sciences, LLC (together “Debtor-Defendants”). In the adversary proceeding, Creditor-Plaintiffs assert claims for violations of RICO (18 U.S.C. §§ 1962(c) and (d)), violations of California usury and unfair competition laws, and unjust enrichment.

5. Creditor-Plaintiffs Griffiths, Brennan, and Patterson (together with Creditor-Plaintiff Banks, the “Florida Plaintiffs”) filed Adversary Proceeding No. 18-03026 seeking to certify a class of Florida consumers that received usurious and illegal pay day loans from Defendants, Think Finance, LLC, Think Finance SPV, LLC, TC Administrative Services, LLC,

Tailwind Marketing, LLC, TC Loan Service, LLC, and TC Decision Sciences, LLC (together “Debtor-Defendants”). In the adversary proceeding, Creditor-Plaintiffs assert claims for violations of RICO (18 U.S.C. §§ 1962(c) and (d)), violations of Florida usury laws, and unjust enrichment.

6. The Creditor-Plaintiffs filed timely proofs of claims in the jointly administered Think Finance Bankruptcy, Case No. 17-33964.

7. On February 7, 2018, the Virginia Plaintiffs filed their Rule 7023 Motion seeking to apply Fed. R. Bankr. P. 7023 to Plaintiffs’ proofs of claims and to certify a class of Virginia consumers and a brief in support thereof. Docket Nos. 291-292. Similarly, the California Plaintiffs and the Florida Plaintiffs filed Rule 7023 Motions on March 1, 2018. Docket Nos. 336, 337, 340, and 341. The Rule 7023 Motions involve several factual and legal issues that overlap with the adversary proceedings, including whether the respective classes of Virginia, California, and Florida consumers should be certified. *Id.*

8. On March 19, 2018, Debtor-Defendants filed an omnibus objection to the proofs of claims filed by the Virginia Plaintiffs. Docket No. 359. In the omnibus claim objection, Debtor-Defendants assert that the Virginia Plaintiffs’ proofs of claims should be disallowed because Debtor-Defendants are not liable on the Virginia Plaintiffs’ claims, essentially raising defenses to Creditor-Plaintiffs’ claims in the above-captioned adversary proceeding. *Id.*

9. The adversary proceedings, the Rule 7023 Motions, Creditor-Plaintiffs’ proofs of claims, and the omnibus claim objection involve common issues of fact and law, and it would be a waste of both the parties’ and the Court’s resources to try these matters separately.

10. Further, on March 23, 2018, the United States District Court for the Eastern

District of Virginia, which is presiding over *Inscho, et al v. Think Finance, LLC, et al*, Case No. 3:17-cv-00386 (the “Virginia Case”), entered an opinion stating that it will transfer the Virginia Case to the Northern District of Texas because Plaintiffs’ claims in the Virginia Case are “related to” the Debtor-Defendants’ bankruptcy petitions. *See Exhibit A.* The Virginia Case, which raises nearly identical claims against Kenneth Rees, GPL Servicing, and Debtor-Defendants, was docketed in the Northern District of Texas on March 26, 2018 as *Gibbs, et al v. Rees, et al*, Case No. 3:18-cv-00714, and the transferred case will likely be referred to this Court for further proceedings.¹

11. Thus, the Virginia Creditor-Plaintiffs respectfully request that the Court consolidate the Virginia Creditor-Plaintiffs’ Rule 7023 Motion and Debtor-Defendants’ omnibus objection to claim with the Virginia Plaintiffs’ adversary proceeding.

12. Similarly, the Florida Plaintiffs and the California Plaintiffs respectfully request that the Court consolidate their respective Rule 7023 Motions with their adversary proceedings.

13. Courts in this jurisdiction have previously consolidated bankruptcy matters, including claim objections, with adversary proceedings when there are overlapping issues of fact and law involved. *See In re Neria*, 14-32911, Docket No. 93 (Bankr. N.D. Tex. Dec. 6, 2016) (Jernigan) (consolidating claim objection with adversary); *In re Harris-Nutall*, 14-35300, Docket No. 60 (Bankr. N.D. Tex. Mar. 9, 2016) (Houser) (consolidating claim objection with adversary); *In re Salinas*, 16-34716, Docket No. 108 (Bankr. N.D. Tex. Mar. 2, 2018) (Jernigan) (consolidating motion for relief from stay with adversary).

14. Creditor-Plaintiffs’ counsel has conferred with Debtor-Defendants’ counsel

¹ In light of the court’s decision to transfer the Virginia Case to the United States District Court for the Northern District of Texas, the parties in *Banks, et al v. Think Finance, et al*, Case No. 8:17-cv-02201, a similar class action against Defendants filed in the United States District Court for the Middle District of Florida (the “Florida Case”), have agreed to transfer the Florida Case to this Court for further consideration.

regarding the relief requested herein, and Debtor-Defendants are opposed to Creditor-Plaintiffs' request.

WHEREFORE, PREMISES CONSIDERED, Creditor-Plaintiffs respectfully request that the Court grant Creditor-Plaintiffs the following relief:

- Consolidate Debtor-Defendants' objection to the Virginia Plaintiffs' proofs of claims (Docket No. 359) and the Virginia Plaintiffs' Rule 7023 Motions (Docket Nos. 291 and 292) with Creditor-Plaintiffs' Adversary Proceeding No. 17-03117;
- Consolidate the California Plaintiffs' Rule 7023 Motions (Docket Nos. 340 and 341) with Adversary Proceeding Nos. 17-03120 and 18-03025;
- Consolidate the Florida Plaintiffs' Rule 7023 Motions (Docket Nos. 336 and 337) with Adversary Proceeding Nos. 17-03121 and 18-03026; and
- Grant Creditor-Plaintiffs all such other and further relief to which they are entitled at law or in equity.

Respectfully submitted,

/s/ Theodore O. Bartholow
KELLETT & BARTHOLOW PLLC
Theodore O. Bartholow, III ("Thad")
Texas Bar No. 24062602
Karen L. Kellett
Texas Bar No. 11199520
11300 N. Central Expy., Ste 301
Dallas, Texas 75243
Phone: (214) 696-9000
Fax: (214) 696-9001

Kristi C. Kelly, VSB #72791* (*pro hac vice*)
Casey S. Nash, VSB #84261* (*pro hac vice*)
KELLY & CRANDALL, PLC

Leonard A. Bennett, VSB #37523* (*pro hac vice*)
Elizabeth W. Hanes, Esq., VSB #75574* (*pro hac vice*)
Consumer Litigation Associates, P.C.
763 J. Clyde Morris Blvd., Ste. 1-A
Newport News, VA 23601
Telephone: (757) 930-3660
Facsimile: (757) 930-3662
Email: lenbennett@clalegal.com
Email: craig@clalegal.com
Email: elizabeth@clalegal.com

3925 Chain Bridge Road, Suite 202
Fairfax, VA 22030
(703) 424-7572
(703) 591-0167 Facsimile
Email: kkelly@kellyandcrandall.com
Email: casey@kellyandcrandall.com

Counsel for Plaintiffs

CERTIFICATE OF CONFERENCE

I hereby certify that, on March 26, 2018, I conferred via electronic mail with Jason Harbour, counsel for Debtor-Defendants regarding the relief requested herein. Mr. Harbour indicated that Debtor-Defendants are opposed to the relief requested herein.

/s/ Theodore O. Bartholow, III (“Thad”)
Theodore O. Bartholow, III (“Thad”)

CERTIFICATE OF SERVICE

I hereby certify that on this 2nd day of April 2018, I forwarded a copy of the foregoing via electronic transmission and regular mail to the following counsel of record:

Gregory G. Hesse
HUNTON & WILLIAMS LLP
1445 Ross Avenue
Suite 3700
Dallas, Texas 75209
Email: ghesse@hunton.com

Tyler P. Brown (admitted *pro hac vice*)
Jason W. Harbour (admitted *pro hac vice*)
HUNTON & WILLIAMS LLP
Riverfront Plaza, East Tower

951 East Byrd Street
Richmond, Virginia 23219
Email: tpbrown@hunton.com
jharbour@hunton.com

Counsel to the Debtors and Defendants

/s/ Theodore O. Bartholow, III (“Thad”)
Theodore O. Bartholow, III (“Thad”)